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**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

In the Matter of the Arbitration Between :

Cottman Transmission Systems, LLC :

Claimant, :

v. :

John Bauguss :

and :

Transmission Systems, Inc. :

Respondents. :

Miscellaneous Action, File No. 08mc48

ORDER

AND NOW, this ____ day of _____, 2008, upon Claimant's Petition To Confirm Arbitration Award, and response thereto or arguments thereon, it is hereby ORDERED and DECREED that Plaintiff's Petition is GRANTED. JUDGMENT is enter in favor of Claimant and against Respondents upon Respondents' Counterclaims, attached to this Order and incorporated herein as Exhibit "1".

BY THE COURT:

J.

COTTMAN TRANSMISSION SYSTEMS, LLC
WILLIAM B. JAMESON, ESQUIRE
ALAN L. POLINER, ESQUIRE
Attorney I.D. No.s 58949/82108
201 Gibraltar Road, Suite 150
Horsham, PA 19044
(215) 643-5885

Attorneys for Claimant

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FILED

MAR 13 2008

PETITION TO CONFIRM ARBITRATION AWARD

MICHAEL E. KONZ, Clerk
By **Dep. Clerk**

Petitioner Cottman Transmission Systems, LLC ("Cottman") moves the Court for an

Order, pursuant to 9 U.S.C. §§9 and 13, confirming the Award of the arbitrator in the matter of the arbitration between Petitioner Cottman, and Respondents John Bauguss and Transmission Systems, Inc., made on May 16, 2007, and directing that judgment be entered thereon. Cottman alleges for its Petition to Confirm Arbitration Award as follows:

1. Cottman is, and at all times relevant hereto, was a limited liability company organized and existing under the laws of the Commonwealth of Delaware and is duly registered to do business in the Commonwealth of Pennsylvania, with its principal place of business located 201 Gibraltar Road, Suite 150, Horsham, PA 19044.
2. Respondent Bauguss is an adult individual residing at 3724 Parktree Court, Concord, California 94519.

3. Defendant Transmission Systems is a California corporation that previously conducted business at 334 East Lockeford Street, Lodi, California 95240 and has an registered address at 3724 Parktree Court, Concord, California 94519.

4. On or about October 9, 2003, Respondent Bauguss, entered into a License Agreement with Claimant enabling Respondent to own and operate a Cottman Transmission Center located at 4629 West Lane, #7, Stockton, California 95210 ("Center"). Arbitration in Philadelphia has been agreed upon pursuant to Section 28 of the License Agreement. A true and correct copy of said License Agreement is attached hereto and made a part hereof as Exhibit "A".

5. On or about June 11, 2003, Respondent Bauguss, entered into a License Agreement with Claimant enabling Respondent to own and operate a Cottman Transmission Center located at 2161 San Ramon Valley Boulevard, San Ramon, California 94583 ("Center"). Arbitration in Philadelphia has been agreed upon pursuant to Section 28 of the License Agreement. A true and correct copy of said License Agreement is attached hereto and made a part hereof as Exhibit "B".

6. Section 28 of each License Agreement provides:

COTTMAN and OPERATOR shall attempt to negotiate and settle any dispute, controversy or claim or cause of action (collectively "Dispute") arising out of or relating to this Agreement. In the event the Dispute is not settled through negotiation, the parties shall file the Dispute with the American Arbitration Association ("AAA") in Philadelphia, Pennsylvania or such other place as COTTMAN may designate. The arbitration shall be conducted pursuant to the then prevailing Commercial Rules of the AAA. In the event of arbitration, the arbitrator(s) shall have the right to award or include in the award any relief which the arbitrator(s) deems proper in the circumstances (other than punitive or exemplary damages), including without limitation, money damages (with interest on unpaid amount from the due date) specific performance, and injunctive relief. The award of the arbitrator(s) shall be the sole and exclusive remedy between COTTMAN and OPERATOR regarding any claims, counterclaims, cross-claims, issues, or accountings ("Claims") presented or pled to the arbitrator(s), and shall be made and shall promptly be payable free of any tax deduction, or offset. Judgment upon the award of the arbitration may be entered in the court having jurisdiction thereof, or application may be made to such court for a judicial acceptance of the award or any order of enforcement. COTTMAN and

OPERATOR agree that any and all Claims in arbitration must, if at all, be asserted and served upon the other party within one (1) year after the occurrence of facts giving rise to such Dispute.

7. On or about December 13, 2005, pursuant to the terms of the License Agreement, Cottman filed a Demand for Arbitration with the American Arbitration Association ("AAA") office in Philadelphia, Pennsylvania. A true and correct copy of the Demand for Arbitration is attached hereto as Exhibit "C" and incorporated herein by this reference.
8. On or about February 23, 2006, the AAA appointed Stanley Wang, Esq. to serve as arbitrator in this dispute.
9. Respondent participated in the arbitration proceedings and was represented by counsel.
10. On or about October 6, 2006, Respondents filed numerous counterclaims against Cottman. A true and correct copy of Respondents' Counterclaims is attached hereto as Exhibit "D" and incorporated herein by this reference.
11. On or about February 7, 2007, Cottman filed a Motion to Dismiss the Respondents' Counterclaims. On or about March 5, 2007, respondents filed their brief in opposition to Cottman's motion.
12. On May 16, 2007, Arbitrator Wang issued an Interim Award, dismissing Respondents' counterclaims. A true and correct copy of the Interim Award is attached hereto and made a part hereof as Exhibit "E".
13. A Court may confirm an Interim Award into a Judgment.
14. The Interim Award states, in part:

I, THE UNDERSIGNED ARBITRATOR, having been designated in accordance with the arbitration agreement entered into between the above-named parties and dated June 11, 2003, and having been duly sworn, and having duly heard the proofs and allegation of the Parties, do hereby issue this Interim Award as follows:

. . .

Based on the foregoing, I hold that the Counterclaim of Respondent be dismissed as not being timely filed under the Statute of Limitations provisions of the License Agreements. Having so ruled, there is no need to consider other issues raised by Claimant in its moving papers.

15. The Interim Award is final as it disposes of all of Respondents' Counterclaims, Exhibit "D".

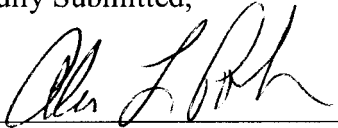
16. Cottman seeks to confirm the Award that Respondents counterclaims were dismissed. As part of such award, Respondents' counterclaims, Exhibit "D", must be included upon the confirmation of the Award dismissing said claims.

WHEREFORE, Cottman prays for entry of judgment as follows:

1. For an order confirming the Award, which includes the Respondents' Counterclaims (Exhibit "D"); and
2. For such other and further relief as the Court may deem just and proper.

Respectfully Submitted,

3/13/08
DATE



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MICHAEL E. KUNZ, Clerk
By _____ Dep. Clerk

CERTIFICATE OF SERVICE

Alan L. Poliner, hereby certifies that he did serve on this ____ day of March, 2008, the
attached Petition To Confirm Arbitration Award and supporting papers upon the below identified
counsel for Respondents, via U.S. Mail, postage prepaid:

Ronald K. Gardner, Jr., Esquire
Barbara A. Bagdon, Esquire
Dady & Garner, P.A.
5100 IDS Center
80 South Eighth Street
Minneapolis, MN 55402

3/13/08

DATE



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